

Date: April 10, 2023

**BSE Limited**  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

**Scrip Code – 511742**

**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1,  
G Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400 051  
**NSE Symbol – UGROCAP**

Dear Madam/Sir(s),

**Sub: Proposed Qualified institutions placement of equity shares of face value of Rs. 10/- each (“Equity Shares”) by UGRO Capital Limited (the “Company”) under the provisions of Chapter VI of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”) (the “Issue”).**

Dear Sir/ Madam,

1. We wish to inform you that subsequent to the approval accorded by the board of directors of the Company (the “**Board**”), at its meeting held on May 24, 2022 and the special resolution passed by the shareholders of the Company on August 12, 2022, the Securities Allotment and Transfer Committee (“the **Committee**”) of the Company has at its meeting held today i.e. April 10, 2023, *inter alia*, has:
  - a. Approved and adopted the preliminary placement document dated April 10, 2023 and the application form dated April 10, 2023 in connection with the Issue (“**Preliminary Placement Document**”);
  - b. Authorised the opening of the Issue today, i.e. April 10, 2023; and
  - c. Approved the floor price of ₹149.54/- per share for the Issue.
2. In relation to this, we will file the Preliminary Placement Document with your office on April 10, 2023, i.e., today.
3. We further wish to inform you that the ‘Relevant Date’ for the purpose of the Issue, in terms of the Regulation 171(b)(i) of the SEBI ICDR Regulations, is April 10, 2023 and accordingly, the floor price in respect of the aforesaid Issue, based on the pricing formula as prescribed under Regulation 176(1) of the SEBI ICDR Regulations is ₹149.54/- per Equity Share.
4. In terms of Regulation 29(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”), we wish to inform you that a meeting of the Securities Allotment and Transfer Committee of the Board is scheduled to be held on Thursday, April 13, 2023 to, *inter alia*, consider and determine the issue price for the Equity Shares to be allotted to qualified institutional buyers as approved by the shareholders pursuant to resolution dated August 12, 2022.

The issue price will be determined by the Company in consultation with the book running lead manager appointed for the Issue.

The meeting of the Committee commenced at 09:55 p.m. and concluded at 10:05 p.m.

#### **UGRO CAPITAL LIMITED**

**Registered Office Address:** Equinox Business Park, Tower 3, 4th Floor, LBS Road, Kurla (West), Mumbai - 400070

**CIN:** L67120MH1993PLC070739

**Telephone:** +91 22 41821600 | **E-mail:** info@ugrocapital.com | **Website:** www.ugrocapital.com

Further, pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 (“SEBI PIT Regulations”) and as per 'Code of Conduct for Prohibition of Insider Trading' of the Company (“Code”), the trading window is closed from February 10, 2023 for the specified persons of the Company.

We request you to take the above on record and the same be treated as compliance under the applicable provisions of the SEBI LODR Regulations, as amended.

Thanking you,

Yours truly,

For **UGRO Capital Limited**

**Namrata Sajnani**  
**Company Secretary and Compliance Officer**

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